BY-LAWS
OF THE
PHARMACY ALUMNI ASSOCIATION
OF
TEMPLE UNIVERSITY
Also known as the
TEMPLE UNIVERSITY SCHOOL OF PHARMACY ALUMNI ASSOCIATION
(TUSPAA)
Revised and Adopted: 3/17/2021
BY-LAWS

ARTICLE I – Name

Section 1. The name of the organization will be “TEMPLE UNIVERSITY SCHOOL OF PHARMACY ALUMNI ASSOCIATION” (“TUSPAA” or “Association” herein after).

ARTICLE II – Object

Section 1. The purposes of the Association are to promote continuing alumni activities and interest in support of the aims, ideas and purposes of the Temple University School of Pharmacy School (TUSP) and to serve as the coordinating organization of alumni activities of the TUSP.

ARTICLE III - Membership

Section 1. Membership in this association will consist of two classes: (1) Alumni Members and (2) Honorary Members.

Section 2. Alumni Membership: Alumni Members include every graduate and matriculate of the TUSP whose entering class has been graduated, also referred to herein as Alumni or Member.

Section 3. Honorary Membership: Honorary Members may be nominated and elected by a majority vote of the Board of Directors at any of their regular board meetings. Not more than two (2) Honorary Members may be nominated and elected in any one calendar year. Honorary Members will be entitled to all the rights and privileges of Active Members, except the right to nominate Officers, the right to vote and the right to hold office in the TUSPAA.

ARTICLE IV - Board of Directors

Section 1. Administration: The administration and operation of the association will be vested in a Board of Directors.

(i) the Board will be comprised of:
   (a) the Officers designated in Article V below (an Officer while serving his/her term as an Officer may concurrently be either an elected Director or Life Director),
   (b) Fifteen (15) Directors who are Alumni duly elected by the Members of the TUSPAA. Their term of office will begin in July and will continue for a period of three years or until their successors are elected and qualified, and
   (c) Life Directors, as defined in Section 1. (iii) below.

(ii) The three-year terms of the Directors of the Board of Directors will be staggered such that only one-third of the current Directors’ terms end in the same calendar year. A Director having completed a term may run for another three-year term but may not serve more than a total of three (3) three-year terms (a nine-year maximum tenure).

(iii) Upon achieving nine (9) years of service to the Board of Directors, or upon completing a full term as President, such Member becomes a Life Director of the Association. A Life Director is entitled to all the rights and privileges of a duly elected Director.

(iv) Each Member serving on the Board of Directors will contribute a mandatory minimum of $100 to Temple University during each year that the Member serves on the Board of Directors of the Association.
Section 2. Board of Directors Nominating Committee: Nominations for Elected Directors of the Board will be made at the November meeting of the Board by a Nominating Committee appointed for that purpose by the President.

Section 3. Other Nominations for Board of Directors: Other names may be placed in nomination by other Alumni. Nominations, other than those by the Nominating Committee, must be in the form of a petition signed by at least five (5) Alumni that is submitted to the Board by the Board’s November meeting.

Section 4. Election: The election of the Board of Directors will be held annually in April by a ballot vote of interested Members. The Nominating Committee must present qualified and reviewed candidates for the ballot at the March meeting. Ballots must be returned within 30 days of solicitation.

Section 5. Number of Candidates: At the annual election, five (5) Directors will be elected. They will be elected for a period of three (3) years or until their successors are elected and qualified. The ballot will contain no less than six (6) candidates. Any candidate not elected to the Board may be appointed by the President to serve on a Standing Committee and/or may be appointed by the President to serve the remainder of the term of a vacated Directorship as per Section 7 (iv) below.

Section 6. Duties of Board Director: Any Member accepting the nomination, election and/or appointment to the Board of Directors does so with the full understanding that an Elected Director is required to (i) attend all of the regularly scheduled board meetings, (ii) serve actively on such committee to which the Director may be appointed by the President and (iii) contribute a mandatory minimum of $100 to Temple University during each year that the Member serves on the Board of Directors of the Association. All Nominees or candidates being considered as Nominees under Section 2 and Section 3 above, will be sent a copy of these By-Laws along with a short notification of this Section 6 by the Chair of the Board of Directors Nominating Committees so as to understand their responsibilities and obligations if elected to be a Director.

Section 7. Resigning from the Board and Failure to Attend Board Meetings:
(i) Any Director may resign from the Board at any time. Such resignation may be made by sending written notification to the President. Such notification may be delivered by hand, e-mail or postal mail. Such resignation will take effect at the time specified therein, and if no time is specified, at the time of its receipt by the President. However, no resignation will discharge any accrued obligation or duty of the Director.

(ii) Additionally, any Director (other than a Life Director) not attending three (3) consecutive Board meetings automatically forfeits their Board Directorship for the duration of their present term. However, absences resulting from extenuating circumstances may be excused by the President or in the President’s absence, the Vice-President. The President, Vice-President and Secretary will communicate on the status of absentees and whether the absence is excused. The Secretary will keep records of absences and share this information with the Board History and Compliance Committee.

After a Director incurs three (3) unexcused absences, the Chair of the Board History and Compliance Committee will notify the President and Vice-President for future action.

When any Director forfeits their seat on the board, the President must, at the meeting declare that seat vacant, and the Secretary must notify that Director by registered mail or other means that their seat on the Board has been declared vacant.
(iii) Definition of excused absence: The Board is cognizant that each Director has family and work related commitments that must be respected. On those occasions when a work or family commitment presents a conflict to attending a scheduled Board meeting, the Director with the conflict must give advance notification of their intention to be absent from the meeting and the reason for their absence. This notification should be communicated directly to either the President, the Chair of the Board History and Compliance Committee or a TUSP official as soon as the conflict is identified. Communication indirectly through another Board Member is not acceptable and any reasons offered after the meeting has taken place will not be accepted. Under special circumstances such as the occurrence of a sudden work-related or family related matter of extreme urgency the Director will be permitted to notify any of the above persons up to the day of the meeting and will be granted an excused absence.

(iv) Vacancies on the board will be filled by appointment by the President of (a) the unsuccessful candidate who had polled the most votes in the previous election; or (b) however, if that person is no longer interested in serving on the Board, then from candidates nominated by the Board of Directors Nominating Committee. The appointment will be for the remaining term of Elected Director who vacated his/her position.

Section 8. Powers of Board of Directors: The Board of Directors will possess and exercise all the executive and general business powers of the Association. The Board will not bind the association for any amount in excess of the funds on hand.

ARTICLE V - Officers

Section 1. The Officers of this Association will be a President, Vice President, Secretary and Treasurer. Nominations for the Officers will be presented to the Board by the Officers Nominating Committee at the May Board meeting of the year in which the election is to be held, and the election will be held at the same meeting. Candidates for Officers must currently serve on the Board. Officers, when completing their term of office, who want to remain on the Board of Directors after their term ends, need to be an elected Director, or to be a Life Director, that is, to have completed nine years of service to the Board or have completed a two year term as President, by the end of their current term of office.

Section 2. Term of Office: The Officers will serve for a term of two (2) years or until their successors are elected and qualified. The President cannot serve more than two complete terms consecutively and cannot serve as President thereafter.

Section 3. Resignation and Impeachment of an Officer: An Officer who for personal reasons can no longer fulfil the obligations and responsibilities of their office shall be able to resign their office by sending a letter of resignation to the President (or Vice-President, if the officer resigning is the President), and/or an e-mail to the other members of the Executive Committee. Additionally, an Officer may be impeached by unanimous vote of the members of the Board of Directors present. The affected Officer may not exercise the privilege of voting. Grounds for impeachment include failure to perform the duties of the office or failure to attend meetings as per Article IV, Sections 7, (ii)-(iii).

Section 4. Election Records: The Secretary will keep a permanent record of all phases of the nominations, balloting, and elections pertaining to the association.
Section 5. Duties of the President: The President will preside at the general meetings and at all the meetings of the Board of Directors. The President will enforce the Constitution and By-Laws in accordance with the Charter of the Association. The President will cast the deciding vote in case of a tie, appoint all committees not otherwise provided for, call special meetings of the Association and also of the Board of Directors, and perform all other duties pertaining to the office. The President will coordinate with the Treasurer and a representative of the TUSP to prepare and timely file the Member Alumni Association Stipend Justification Form with the Temple University Alumni Association (TUAA).

Section 6. Duties of Vice President: The Vice President will perform the duties of the President in the President’s absence and will serve on the Board of Directors Nominating Committee. The Vice President will automatically be nominated for President, if the current President is completing his/her second term as President or does not seek reelection after one term.

Section 7. Duties of the Secretary: The Secretary will keep the minutes of all proceedings of the Association, will conduct the correspondence of the Association, and will keep its records. The Secretary will give notice of all meetings of the Association and will communicate with the members of the Committees as needed; and, in general, will perform the duties usually pertaining to the office of Secretary.

Section 8. Duties of the Treasurer: The Treasurer will monitor all monies received and dispersed by the Association, and will keep appropriate records. The Treasurer will facilitate the payment of bills and the deposit of funds through procedures established by the TUAA. The Treasurer will be responsible for keeping accounts of receipts and expenditures as well as the assets of the Association. The Treasurer will make reports of the financial condition of the Association at the regularly scheduled meetings. Such reports will include the balance, as of the last report, of the Association’s accounts, listing of new income, listing of new expenses, current balance, a listing of major expenses and income to be incurred during the period ending at the next scheduled meeting of the Association and any other financial information requested by the President. The Treasurer will assure that the correct approval signatures are on file with the TUAA on an annual basis. The Treasurer will assist the President to prepare and timely file the Member Alumni Association Stipend Justification Form with the TUAA.

Section 9. Financial Obligation: All financial obligations, other than operating expenses such as postage, must meet the approval of the Board of Directors. Financial obligations are paid by the TUAA after submission of the appropriate requisition to the TUAA signed by the President, Vice-President or Treasurer. At the March meeting, a motion and approval are needed to approve the three officer approvers above and a signature authorization form is submitted to the TUAA containing the signatures of the three approvers. This form will be submitted by the Treasurer by May 1 of each year.

Section 10. Position Vacated During Term of Current Officer. If the office of President becomes vacant, the Vice President will become President for the remaining portion of the term; if the office of Vice President, Secretary and/or Treasurer becomes vacant, the President will appoint a person currently serving on the Board to serve the remaining portion of the term of the vacated office, subject to ratification by the Board of Directors.
ARTICLE VI - Committees and Their Duties

Section 1. The Standing Committees of the Association will consist of the following:
(i) Executive Committee,
(ii) Officers Nominating Committee,
(iii) Board of Directors Nominating Committee,
(iv) Program Committee,
(v) Student Relations Committee,
(vi) Pharmacy Award Committee,
(vii) Board History and Compliance Committee, and
(viii) Representatives to the Temple University Alumni Association (TUAA).

Section 2. Membership and Duties of the Executive Committee:
The Executive Committee will be composed of the President, Vice President, Immediate Past President, Treasurer and Secretary.

The Executive Committee will have the power and authority to act for the Board of Directors between meetings; provided, however, that the Executive Committee will not have power to alter, amend or revise prior decisions of the Board. The Executive Committee will have the power and authority to authorize non-Standing Committees and/or task forces, as needed, from time to time, to study and advise the Board on issues of interest to the Board.

Section 3. Membership and Duties of the Officers Nominating Committee:
The Officers Nominating Committee will be composed of the last three living Presidents of the Association, with the Immediate Past President serving as chairman.

The Officers Nominating Committee will present a slate of officers to the Board of Directors at the May Board meeting in the year in which an election is to be held and the election will be held at that May meeting. Candidates for Officers must currently serve on the Board. The Vice President will automatically be nominated for President if the current President does not seek reelection after one term or is completing his/her second term as President. Additional nominations may be made from the floor.

Section 4. Membership and Duties of the Board of Directors Nominating Committee:
The Board of Directors Nominating Committee will be composed of three (3) people, one of which will be the Vice-President; the other members may be either Board members or other Alumni. The President will select the members of the Committee and its Chairman, who must be serving on the Board, at the September Board Meeting.

All Nominees or candidates being considered as Nominees under Article IV, Section 2 and Section 3 above, will be sent a copy of these By-Laws along with a specific notification of the duties of a Director under Article IV, Section 6, by the Chair of the Board of Directors Nominating Committees to enable such persons to understand their responsibilities and obligations if elected to be a Director.

The Board of Directors Nominating Committee will present the ballot for the election of Board members at the regular March meeting and the election will be held during April by ballot. The Committee is responsible for announcing the results of the election at the May meeting. This Committee will also review the length of service of board members and make the appropriate recommendation of those individuals who may qualify to serve as "Life Directors".

Section 5. Membership and Duties of the Program Committee:
The Program Committee will arrange all Board Meetings, and events of the Association.

The Program Committee will have one Chair, the “Board Meeting Coordinator”, who will be
responsible for arranging all Board Meetings. The Program Committee will have one or more additional Chairs, as needed, who will be responsible for planning, arranging and coordinating any other programs and/or events of the Association. The Chair or Chairs of the Program Committee will be appointed by the President at the September meeting. All Chairs must be a member of the Board, other committee members may be Board Directors or Alumni.

**Section 6. Membership and Duties of the Student Relations Committee:**

Members of the Student Relations Committee will be appointed by the President at the September Board Meeting and will be composed of at least three (3) people, of which the Chairman must be a member of the Board; the other members may be either Board members or other Alumni.

This Committee will endeavor by proper means to interest the students in the Alumni Association, and will recommend to the Board of Directors such methods as will bring about a closer relationship between the students and the Association. It will arrange programs with and for the students in collaboration with the school administration to attain a closer relationship between students and the Association.

**Section 7. Membership and Duties of the Pharmacy Award Committee:**

(i) Members of the Pharmacy Award Committee will be appointed by the President at the September Board Meeting and will be composed of at least three (3) people, of which the Chairman must be a member of the Board; the other members may be either Board members or other Alumni.

(ii) Duties:

   (a) Nominations- This Committee will nominate two to three candidates for each of the following awards:

   i. Sprows Lecture Award,
   ii. New Pharmacist Practitioner Award,
   iii. Distinguished Pharmacy Practitioner Award,
   iv. Pharmacy Student Health Care Professional Award, and
   v. Any other award(s) for which nominees for candidates are requested by TU or related organizations using the criteria of the requestor.

   (b) Candidates for the Sprows Lecture Award will meet the following criteria:

   i. Must be a TUSP graduate and of good moral character.
   ii. Must have rendered an outstanding service or services to the TUSPAA or to the TUSP, or to Temple University during the past year or years.
   iii. May also qualify for the award by rendering outstanding professional services, or any service of an unselfish nature in the affairs of a college or university, or a local community, or a state, or the Federal Government.

   (c) Candidates for the New Pharmacist Practitioner Award will meet the following criteria:

   i. Must have graduated from TUSP with a PharmD degree no more than four years previously to being nominated for the Award.
   ii. Must be employed in full-time professional pharmacy practice setting that enables the candidate:

   1. To demonstrate outstanding skills in clinical pharmacy, or
   2. To provide professional services that result in a clear benefit to the customer/patient and/or community.

   (d) Candidates for the Distinguished Pharmacist Practitioner Award will meet the following criteria:

   i. Must have graduated from TUSP as least five years ago; however, a graduate will not be eligible if he/she has been awarded the New Pharmacist Practitioner Award in the previous 5 years.
   ii. Must be employed in a full-time professional pharmacy practice setting that enables
the candidate:
1. to demonstrate outstanding skills in clinical pharmacy, or
2. to provide professional services that result in a clear benefit to the customer/patient and/or community.

(e) Candidates for the Pharmacy Student Health Care Professional Award will meet the following criteria:
   i. Must be a full-time student in good standing in their third professional year
   ii. Must display evidence of interest, achievement and leadership in advancing the profession of pharmacy or pharmacy-related science.

(iii) Election of Nominated Award Candidates: The Board of Directors will elect one of the candidates offered by the Committee for the Sprowls Lecture Award in November, the New Pharmacist Practitioner Award, the Distinguished Pharmacist Practitioner Award and the Pharmacy Student Health Care Professional Award in May and for other awards as meets the timing of the requester.

(iv) Tie-breaking Procedure for all Alumni Sponsored Awards: When the vote by the Board for an Award Recipient results in two or more candidates being tied for the highest number of votes, then the following procedure will be used to break the tie:
   i. The Awards Committee Chairperson will announce the tie at the Board meeting in which the voting for the First Ballot was finalized and advise the Board that a Second Ballot will be prepared consisting only of the candidates who had the equal high number of votes in the First Ballot.
   ii. The Awards Committee Chairman will send the Second Ballot by email (or regular mail, hand delivery, or phone to those Board Directors without email) to all Board Directors promptly after the announcement of the tie. This communication will (1) recommend that each Board Director again carefully review the qualifications of the remaining candidates, and (2) require that each Board Director cast their vote on the Second Ballot within one week after the Board meeting when the tie was announced in order for their vote to be counted. Preferably, each Board Director will cast their vote on the Second Ballot by email sent to the Award Committee Chairman; however, those Board Directors without access to e-mail may cast their vote on the Second Ballot via a telephone call to the Chairperson of the Awards Committee, or another Awards Committee member. Whenever voting via telephone is used, the vice president will confirm the vote with a second independent phone call to the board director(s) who voted via telephone.
   iii. When the Second Ballot tally has been reviewed by the Awards Committee the new tally may show that the tie has been broken. In this case, the candidate with the higher number of votes will be declared the Award Recipient. The Awards Committee Chairperson will promptly notify all Board Directors (by e-mail or telephone) of the Award Recipient.
   iv. If the Second Ballot results in another tie, the Awards Committee Chairperson should convene a meeting of the entire Awards Committee. The Awards Committee will carefully review the available materials for each candidate and mutually decide on which candidate should be judged the Award Recipient. The Committee will inform the rest of the Board by e-mail (or other suitable communication) of their decision within one week thereof.

(v) Election of Nominated Award Candidates: The Board of Directors will elect one of the candidates offered by the Committee for the Sprowls Lecture Award in November, the Distinguished Pharmacist Practitioner Award and the Pharmacy Student Health Care Professional Award in May and for other awards as meets the timing of the requester.
Section 8. Membership and Duties of the Board History and Compliance Committee:
Members of Board History and Compliance Committee will be appointed by the President at the September Board Meeting and will be composed of at least three (3) people, of which the Chairman must be a member of the Board; the other members may be either Board members or other Alumni.

This committee will be responsible for maintaining accurate records of all aspects pertaining to Board membership. The following information will be tracked using permanent record-keeping tools and will be maintained and updated on an ongoing basis:

(i) Attendance of each board member at regularly scheduled board meetings
(ii) Year member first joined the board
(iii) Year member's term expires
(iv) Identify all board members who have life-member status

This Committee will share their information with the Nominating Committee and keep them apprised of Director(s) who has/have failed to attend at least 3 board meetings (unless issued an excused absence) in any single academic year.

The Chair of this committee will be responsible for notifying any such Director with a 30-day notice that they are at risk of forfeiting their position on the board. Any member who receives such notice must contact either the President, Chair of this committee or a TUSP school official to inform them of their intention based upon the following two options:

(i) Continue on as an active member with a clear commitment to attend future board meetings
(ii) Resign their board membership position.

Any Director who fails to respond within 30 days of receipt of the notice will automatically forfeit their position on the Board. Notices may be sent via e-mail, postal mail or if necessary, by registered mail and should be followed up with a telephone call. If sent by registered mail the Chair of this Committee will retain the receipt notification card until an outcome has been determined.

Additionally, the Chair of this Committee will be responsible for contacting any Director who has indicated an intent, other than by written notification to the President, to resign his/her position to determine whether such Director wants to resign their position. The Chair will make a record of the Director’s response. If the Director confirms their intent to resign, such resignation will take effect as if written notification had been sent to the President.

Section 9. Duties of the Representatives to the Temple University Alumni Association (TUAA):
This committee will be composed of the President and two other Board members, which will be appointed by the President. They will represent the Association on the Board of Directors of the TUAA. Only one Association representative, preferably the current President, will attend meetings of the Board of Directors of the TUAA and report back to the Association at its next regularly scheduled Board meeting. If the current President is unable to attend a TUAA meeting, one of the two other representatives may be sent as an alternate in the President’s place.

ARTICLE VII - Meetings

Section 1. The Association will attempt to hold at least one annual meeting and other meetings as decided by the President or Board of Directors. The time and place are to be determined by the Board of Directors. The President may suspend a regular meeting when it is advisable in the interest of the Association. The May Board meeting will constitute the final meeting of the Association and its Board of Directors for the fiscal year of the Association.

Section 2. Board Meetings: The Board of Directors will meet four (4) times a year: usually September, November, March, and May.
Section 3. Special Meetings: Special meetings may be called by the President or at the written request of ten (10) members of the Association to transact important business. No business other than that specified in the call will be transacted at such meetings, and the business will be stated in the notice of the meeting.

Section 4. Fiscal Year: The fiscal year of the Association will run from July 1 to June 30 of the following year.

Section 5. Quorum: Nine (9) members of the Board of Directors will constitute a quorum.

Section 6. Order of Business: The order of business at the Board Meetings will be:

(i) Call to order
(ii) Approval or amendment of previous meeting minutes
(iii) President’s Report
(iv) Treasurer’s Report
(v) Reports of Standing Committees
(vi) Dean’s Report
(vii) Alumni Relations Report
(viii) Development Report
(ix) Old Business
(x) New Business
(xi) Adjournment

Section 7. Suspending Order of Business: The regular order of Business may be suspended by a two-third majority vote of the members present.

ARTICLE VIII - By-Law Amendments

Section 1. All former by-laws, rules, and their amendments by which laws the Association was formerly governed, are revoked and no longer in effect.

Section 2. The by-laws of this Association may be altered or amended at any meeting of the Board of Directors by a majority vote of the votes cast. The procedure for consideration and ratification will be as follows: (i) the proposed alterations will be placed in the hands of the Secretary and mailed to the members of the Board at least one week before a scheduled meeting of the Board, (ii) The proposed alterations will be considered at that scheduled meeting of the Board of Directors under new business, (iii) if a majority vote approves proceeding with the proposed alternations, including any further changes considered at the meeting, a draft of the proposed alternations that includes any further revisions considered as the meeting, will be placed in the hands of the Secretary and mailed to the members of the Board at least one week before the next scheduled meeting of the Board) and (iii) the revised draft of the proposed alternations will be voted upon for ratification at that next regular meeting. No by-laws will be altered or amended or passed contrary to the terms of the charter of the Association, the laws of the State of Pennsylvania or the laws and constitution of the United States.

ARTICLE IX – Procedure

Section 1. Roberts "Rules of Order" will govern procedure at all meetings.